

**IN THE UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

GERHARD HECKERMANN, derivatively on
behalf of CPI CARD GROUP, INC.,

Case No.: 17-cv-1673-CFC

Plaintiff,

vs.

STEVEN MONTROSS, DAVID BRUSH,
JERRY DREILING, DIANE FULTON,
DAVID PEARCE, ROBERT PEARCE,
NICHOLAS PETERS, DAVID ROWNTREE,
BRADLEY SEAMAN, TRICOR PACIFIC
CAPITAL PARTNERS (FUND IV), LIMITED
PARTNERSHIP, TRICOR PACIFIC CAPITAL
PARTNERS (FUND IV) US, LIMITED
PARTNERSHIP, and TRICOR PACIFIC
CAPITAL, INC.

Defendants,

and

CPI CARD GROUP, INC.,

Nominal Defendant.

**PLAINTIFF’S UNOPPOSED MOTION FOR
PRELIMINARY APPROVAL OF SETTLEMENT**

Plaintiff Gerhard Heckermann (“Plaintiff”) moves for entry of an Order: (1) granting preliminary approval of the proposed Settlement as set forth in the Stipulation and Agreement of Settlement dated December 18, 2019 (the

“Stipulation”)¹; (2) approving the Parties’ proposed method and manner of providing notice of the Settlement to current CPI Card Group, Inc. stockholders; (3) scheduling a hearing at which time the Court will consider (a) the Parties’ request for final approval of the Settlement, and entry of a final order and judgment and (b) Plaintiff’s Counsel’s application for an award of attorneys’ fees and reimbursement of expenses, and Plaintiff’s application for a service award; and (4) granting such other relief as the Court deems just and proper.

In connection with preliminary approval of the Settlement, Plaintiff requests that the Court establish dates by which the Notice will be provided and by which current CPI stockholders may object to the Settlement. Plaintiff also requests that the Court set the date for the Settlement Hearing. The proposed schedule, which is consistent with the proposed Preliminary Approval Order (attached as Exhibit C to the Stipulation), is extended to include briefing on the Settlement, which will be heard at the Settlement Hearing. Plaintiff respectfully requests that the Court establish the following schedule:

<u>Event</u>	<u>Deadline</u>
CPI shall issue the Notice of the Settlement substantially in the form of Exhibit B via a	Within ten (10) calendar days after entry of the

¹ Unless otherwise defined herein, all defined terms shall have the meanings as set forth in the Stipulation, which is attached as Exhibit 1 to the Declaration of Timothy Brown in Support of Plaintiff’s Unopposed Motion for Preliminary Approval of Settlement.

<u>Event</u>	<u>Deadline</u>
press release on GlobeNewswire, file the Notice and Stipulation with the SEC on Form 8-K, and post the Notice together with the Stipulation on CPI's corporate website, or per the means required by the Court.	Preliminary Approval Order
Deadline for filing and serving all opening briefs and supporting documents in support of the Settlement, including the Fee and Expense Award and Service Award	At least twenty-one (21) calendar days prior to the Settlement Hearing
Deadline for current CPI stockholders to submit objections and any response papers in opposition to the Settlement, Fee and Expense Award, and Service Award	At least fourteen (14) calendar days prior to the Settlement Hearing
Deadline for Defendants' Counsel to file and serve affidavit or declaration of the issuance, filing, and posting of the Notice	At least ten (10) calendar days prior to the Settlement Hearing
Deadline for filing reply papers in further support of the Settlement, including the Fee and Expense Award and Service Award, or in response to objections, if any	At least seven (7) calendar days prior to the Settlement Hearing
Date of Settlement Hearing	At least fifty-five (55) calendar days after entry of the Preliminary Approval Order

This schedule is similar to those used in numerous other shareholder derivative settlements and provides sufficient due process to current CPI stockholders with respect to their rights concerning the Settlement.

In support of this motion, Plaintiff relies upon the accompanying Brief in Support, the Declaration of Timothy Brown in Support of Plaintiff's Unopposed Motion for Preliminary Approval of Settlement, the Stipulation and exhibits annexed thereto, and all prior pleadings and proceedings.

Defendants do not oppose this motion.

Dated: December 23, 2019

Respectfully submitted,

FARNAN LLP

/s/ Brian E. Farnan

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